

**UNITED STATES DISTRICT COURT
WESTERN DISTRICT OF TENNESSEE**

JESSICA JONES, *et al.*,

Plaintiffs,

v.

BAIN CAPITAL PRIVATE EQUITY, *et al.*,

Defendants.

Case No. 2:20-cv-02892

FUSION ELITE ALL STARS, *et al.*,

Plaintiffs,

v.

VARSITY BRANDS, LLC, *et al.*,

Defendants.

Case No. 2:20-cv-02600

**DECLARATION OF ADAM BLUMENFELD IN SUPPORT OF VARSITY
DEFENDANTS' RESPONSE TO MOTION TO COMPEL**

I, Adam Blumenfeld, declare as follows:

1. I am the Chief Executive Officer (CEO) of Varsity Brands and have been since April 10, 2017.
2. Varsity Brands consists of three distinct divisions: a manufacturer of scholastic products such as class rings, graduation caps, and gowns called Herff Jones; a sporting goods business called BSN Sports; and a cheerleading business called Varsity Spirit.
3. Other than indirectly in my role as CEO of Varsity Brands, I have never worked in the Varsity Spirit cheerleading business. Prior to becoming CEO of Varsity Brands, I was the CEO of BSN Sports.
4. Herff Jones, BSN Sports, and Varsity Spirit are each run by their own president.

5. The President of Varsity Spirit is Bill Seely. John Nichols preceded Mr. Seely in that role with the title of Executive Vice President/General Manager. Jeff Webb preceded Mr. Nichols.
6. Mr. Seely, Mr. Nichols, and Mr. Webb, as the individuals who ran the Varsity Spirit business, as well as others within Varsity Spirit are in a better position than me to provide information about the cheerleading industry and Varsity's participation in that industry. My knowledge is at best high level and derivative of those individuals' knowledge. In my role as CEO of Varsity Brands, I do not have first-hand knowledge of these issues in any substantial sense.
7. In terms of Charlesbank and Bain, Ryan Cotton, Josh Beer, and Andrew Janower are better positioned than I am to testify about the roles of their institutions with Varsity Brands.
8. Although I am of course willing to testify if the Court requires it, doing so would create a significant disruption to my duties as CEO of Varsity Brands and would be very burdensome to myself and the company, especially on such short notice.
9. I declare under penalty of perjury that the foregoing is true and correct. Executed on March 25, 2022.

A handwritten signature in black ink, appearing to read 'AB', is written above a horizontal line.

Adam Blumenfeld